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July 28, 2010

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BY E-FILING

Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

Re: Susquehanna Union Railroad Company – Acquisition of Control
Exemption – North Shore Railroad Company, Nittany & Bald Eagle
Railroad Company, Shamokin Valley Railroad Company, Juniata Valley
Railroad Company, Lycoming Valley Railroad Company, and Union
County Industrial Railroad Company,
STB Finance Docket No. 35343

Dear Ms. Brown:

I am writing to inform you that SEDA COG Joint Rail Authority ("JRA") has reached agreements with Susquehanna Union Railroad Company ("SURC"), Richard D. and Miriam R. Robey, and the six Class III railroads presently owned and controlled by Mr. Robey (the "Robey Short Lines") pursuant to which JRA has consented to the "corporate family transaction" proposed and described in the SURC petition for exemption filed in the above-docketed proceeding on April 7, 2010.

In light of JRA's consent to the proposed corporate re-structuring, SURC has agreed to withdraw its preemption request under 49 CFR 11321(a) to override certain provisions of the December 13, 2006 Operating Agreement between JRA and the five Robey Short Lines that currently operate JRA-owned rail lines in Pennsylvania, including withdrawal of SURC's request under section 11321(a) to override JRA's right under the 2006 agreement to withhold its consent to transactions such as the one proposed in this proceeding.¹ As a result of the successfully-concluded settlement discussions and JRA's

¹ Under the terms of the recently-concluded agreements, SURC has committed to inform the Board in writing that it is withdrawing the subject preemption request. SURC has

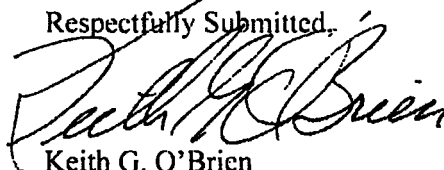
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consent to the proposed transaction. it would appear in any event that SURC's section 11321(a) preemption request has been rendered moot.

With the section 11321(a) issue now resolved and withdrawn by SURC, the Board may now proceed with, and grant, the balance of SURC's petition.

JRA wishes to extend its appreciation to SURC, Mr. and Mrs. Robey, and the Robey Short Lines for their willingness to explore a privately-arrived-at and amicable resolution of this matter. Moreover, JRA commends the Board for promoting the private resolution of disputes such as the one that had arisen here. In particular, JRA thanks the Board, the Director of the Board's Office of Proceedings, and Board's staff for facilitating settlement efforts by acting promptly and favorably upon repeated requests to extend the procedural schedule and to hold the proceeding in abeyance, and by articulating the Board's clear policy preference for private resolution of disputes that otherwise fall within the Board's scope of authority.

Respectfully Submitted,



Keith G. O'Brien
Counsel for SEDA COG Joint Rail Authority

cc: Richard Wilson
Jerry Walls
Jeff Stover
Miriam R. Robey
Parties of Record

shared an advance draft of its withdrawal filing with JRA, and JRA expects that SURC's filing will be made contemporaneously with this submission.